

**UNANIMOUS WRITTEN CONSENT
IN LIEU OF MEETING OF
THE MEMBERS OF ZROBLACK LLC**

The undersigned members hereby adopt the following resolutions on behalf of ZroBlack LLC, a Delaware limited liability company.

WHEREAS, the persons signing this consent are all the members of ZroBlack LLC entitled and required to vote and consent at the meetings and on the following resolutions;

WHEREAS, the undersigned wish to memorialize John Saenz's assignment of his entire interest in ZroBlack LLC to Jonathan Villarreal;

WHEREAS, the undersigned desire to execute this unanimous written consent in lieu of formally holding a meeting, and agree that the adoption of the following resolutions shall be valid and have the same force and effect as though such resolutions had been adopted at formal meetings; therefore, be it:

RESOLVED, that John Saenz hereby assigns his entire interest in ZroBlack LLC to Jonathan Villarreal pursuant to Article VII of the "Limited Liability Company Operating Agreement for ZroBlack LLC" dated January 14, 2019 and applicable laws; and

RESOLVED, that the undersigned authorize the law firm of Gunn, Lee & Cave, P.C. to prepare, execute and file any documents necessary to effectuate the resolutions stated herein with the Delaware Secretary of State on behalf of ZroBlack LLC.

The undersigned direct that this unanimous written consent may be executed in multiple counterparts, all of which shall be considered originals and that this unanimous written consent, including multiple counterparts, be filed with the minutes of the proceedings of ZroBlack LLC.

DATED effective on _____, 2019.

By: _____

Jonathan Villarreal, Member



By: _____

John Saenz, Member



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